THELEN REID BROWN RAYSMAN & STEINER LLP Peter Brown Sheryl H. Altwerger 875 Third Avenue New York, New York 10022 (212) 603-2000

Attorneys for Defendant ePartners Incorporated

UNITED STATES DISTRICT CO SOUTHERN DISTRICT OF NEW		
		X · ECF CASE
GMA ACCESSORIES, INC.,		: ECF CASE
		No. 07 CV 8414 (LAK)
Plaintiff,		: AFFIRMATION OF
- against -		PETER BROWN
EPARTNERS INC.		: :
	Defendant.	:
		:
		X

PETER BROWN, an attorney duly admitted to practice before the courts of the State of New York and this Court, hereby declares the following to be true and correct under the penalty of perjury pursuant to 28 U.S.C. § 1746:

1. I am a member of the law firm of Thelen Reid Brown Raysman & Steiner LLP, counsel for Defendant ePartners Incorporated ("ePartners") in this action. I submit this affirmation in support of ePartners' motion to dismiss Counts 2 through 6 of the Amended Complaint in this action with prejudice pursuant to Federal Rule of Civil Procedure 12(b)(6) for failure to state a cause of action.

- 2. The purpose of this affirmation is solely to put before the Court copies of the Amended Complaint and other documents which form the basis of that part of the motion made pursuant to Fed. R. Civ. P. 12(b)(6).
 - 3. Annexed hereto as Exhibit 1 is a copy of Plaintiff's Amended Complaint.

WHEREFORE, it is respectfully requested that this Court grant ePartners' motion to dismiss Counts 2 through 6 of Plaintiff's Amended Complaint with prejudice and grant ePartners such other relief as the Court deems just and proper.

Dated: New York, New York October 29, 2007 THELEN REID BROWN RAYSMAN &

STEINERLLP

By:

Peter Brown Sheryl H. Altwerger

875 Third Avenue New York, NY 10022 (212) 603-2000

Attorneys for Defendant ePartners Incorporated

Of Counsel:

Hermes Sargent Bates, LLP Amy Davis Benavides Anthony H. Lowenberg 901 Main Street, Suite 5200 Dallas, Texas 75202 (214) 749-6000